IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

in re:)	Chapter 11
W. R. GRACE & CO., et al., 1)	Case No. 01-1139 (JKF) Jointly Administered
Debtors.)	Objection Date: June 25, 2012
		Hearing Deadline: to be scheduled, if necessary

SIXTY-FOURTH MONTHLY FEE APPLICATION OF NORTON ROSE CANADA LLP² FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL FOR THE DEBTORS AND DEBTORS-IN-POSSESSION FOR THE PERIOD FROM APRIL 1, 2012 THROUGH APRIL 30, 2012

W.R. Grace & Co., et al., Debtors and Debtors
in Possession
Retention Order entered and effective as of
December 18, 2006
April 1, 2012 to April 30, 2012
\$1,934.00
j

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food' N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedeo, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a. British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

² Ogilvy Renault LLP joined the Norton Rose Group on June 1, 2011 to continue as Norton Rose OR LLP. On January 1, 2012 Macleod Dixon joined Norton Rose Group and as such Norton Rose OR LLP and Macleod Dixon have changed their names to continue as Norton Rose Canada LLP.

Amount of Expense Reimbursement Sought as	\$0.00
Actual, Reasonable and Necessary	

This is a: X monthly ___ interim __ final application.

The total time expended for preparation of this fee application is approximately two (2) hours

and the corresponding estimated compensation requested is approximately \$440.00³. This is NR's monthly application for interim compensation of services for the interim fee period April 1, 2012 to April 30, 2012 (the "Fee Period").

PRIOR APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees ⁴	Approved Expenses
03/16/07	10/17/06-01/31/07	\$102,612.50	\$665.48	\$82,090.00	\$665.48
04/24/07	02/01/07-02/28/07	\$45,825.50	\$328.67	n/a	\$328.67
05/10/07 ⁵	02/01/07-02/28/07	\$97.50	\$0.00	\$36,738.40	n/a
05/10/07	03/01/07-03/31/07	\$57,662.00	\$5,125.70	\$46,129.60	\$5,125.70
06/08/07	04/01/07-04/30/07	\$47,014.00	\$1,540.51	\$37,611.20	\$1,540.51
06/27/07	05/01/07-05/31/07	\$21,853.00	\$296.98	\$17,482.40	\$296.98
08/03/07	06/01/07-06/30/07	\$34,799.00	\$2,223.81	\$27,839.20	\$2,223.81
08/28/07	07/01/07-07/31/07	\$85,426.50	\$206.43	\$68,341.20	\$206.43
09/24/07	08/01/07-08/31/07	\$74,819.50	\$335.00	\$59,855.60	\$335.00
11/08/07	09/01/07-09/30/07	\$104,938.00	\$104,661.80	\$83,950.40	\$104,661.80
11/20/07	10/01/07-10/31/07	\$87,103.50	\$488.03	\$69,682.80	\$488.03
01/11/08	11/01/07-11/30/07	\$77,944.00	\$6,166.86	\$62,355.20	\$6,166.86
01/28/08	12/01/07-12/31/07	\$8,348.50	\$99.93	\$6,678.80	\$99.93
02/28/08	01/01/08-01/31/08	\$10,198.50	\$88.70	\$8,158.80	\$88.70

³ The actual number of hours expended preparing this Application and the corresponding compensation requested will be set forth in NR's subsequent fee applications.

⁴ The "Approved Fees" amount represents 80% of the fees requested by NR.

⁵ This application was filed as a "corrected" second monthly fee application to replace and correct errors related to the amount of compensation sought pursuant to the original second monthly fee application (the "Original Second Monthly") filed on April 24, 2007. The corrected second monthly fee application requests an additional \$97.50 on top of what was requested in the Original Second Monthly.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees ⁴	Approved Expenses
04/01/08	02/01/08-02/29/08	\$24,299.50	\$449.80	\$19,439.60	\$449.80
04/24/08	03/01/08-03/31/08	\$45,098.50	\$1,296.53	\$36,078.80	\$1,296.53
05/15/08	04/01/08-04/30/08	\$50,569.50	\$2,757.72	\$40,455.60	\$2,757.72
06/20/08	05/01/08-05/31/08	\$87,505.50	\$1,965.87	\$70,004.40	\$1,965.87
07/31/08	06/01/08-06/30/08	\$64,835.50	\$316.78	\$51,868.40	\$316.78
08/26/08	07/01/08-07/31/08	\$56,187.00	\$76.66	\$44,949.60	\$76.66
09/22/08	08/01/08-08/31/08	\$107,954.50	\$573.95	\$86,363.60	\$573.95
10/31/08	09/01/08-09/30/08	\$223,082.00	\$3,009.77	\$178,465.60	\$3,009.77
11/18/08	10/01/08-10/31/08	\$46,804.00	\$566.87	\$37,448.20	\$566.87
01/06/09	11/01/08-11/30/08	\$18,141.00	\$293.58	\$14,512.80	\$293.58
01/29/09	12/01/08-12/31/08	\$5,222.00	\$101.31	\$4,177.00	\$101.31
02/19/09	01/01/09-01/31/09	\$7,232.00	\$34.48	\$5,785.60	\$34.48
03/19/09	02/01/09-02/28/09	\$20,934.00	\$217.02	\$16,747.20	\$217.02
04/16/09	03/01/09-03/31/09	\$29,166.00	\$674.25	\$23,332.80	\$674.25
06/02/09	04/01/09-04/30/09	\$18,798.50	\$37.33	\$15,038.80	\$37.33
06/16/09	05/01/09-05/31/09	\$5,743.00	\$28.75	\$4,594.40	\$28.75
07/22/09	06/01/09-06/30/09	\$8,340.50	\$145.70	\$6,672.40	\$145.70
08/21/09	07/01/09-07/31/09	\$15,320.52	\$200.52	\$12,256.42	\$200.52
09/23/09	08/01/09-08/31/09	\$3,558.00	\$57.51	\$2,846.40	\$57.51
10/26/09	09/01/09-09/30/09	\$32,965.50	\$926.42	\$26,372.40	\$926.42
12/02/09	10/01/09-10/31/09	\$50,301.50	\$485.51	\$40,241.20	\$485.51
12/17/09	11/01/09-11/30/09	\$29,593.50	\$214.69	\$23,674.80	\$214.69
02/02/10	12/01/09-12/31/09	\$80,158.50	\$535.59	\$64,126.80	\$535.59
02/23/10	01/01/10-01/31/10	\$80,809.50	\$556.77	\$64,647.60	\$556.77
03/31/10	02/01/10-02/28/10	\$96,649.00	\$3,072.97	\$77,319.20	\$3,072.97
04/28/10	03/01/10-03/31/10	\$9,870.50	\$199.07	\$7,824.40	\$199.07
06/02/10	04/01/10-04/30/10	\$2,585.00	\$65.10	\$2,068.00	\$65.10
07/07/10	05/01/10-05/31/10	\$1,876.50	\$74.52	\$1,501.20	\$74.52
08/06/10	06/01/10-06/30/10	\$505.00	\$30.81	\$404.00	\$30.81
09/07/10	07/01/10-07/31/10	\$7,259.00	\$30.67	\$5,807.20	\$30.67
10/13/10	08/01/10-08/31/10	\$4,319.50	\$219.33	\$3,455.60	\$219.33
11/01/10	09/01/10-09/30/10	\$715.50	\$30.49	\$572.40	\$30.49
12/07/10	10/01/10-10/31/10	\$1,019.50	\$30.67	\$1,019.50	\$30.67
01/04/11	11/01/10-11/30/10	\$1,774.50	\$61.62	\$1,774.50	\$61.62

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees ⁴	Approved Expenses
02/02/11	12/01/10-12/31/10	\$7,476.50	\$109.54	\$7,476.50	\$109.54
03/07/11	01/01/11-01/31/11	\$16,190.00	\$265.67	\$16,190.00	\$265.67
04/07/11	02/01/11-02/28/11	\$10,759.00	\$84.93	\$10,759.00	\$84.93
04/26/11	03/01/11-03/31/11	\$38,163.00	\$409.84	\$38,163.00	\$409.84
05/18/11	04/01/11-04/30/11	\$37,330.00	\$630.97	\$37,330.00	\$630.97
06/13/11	05/01/11-05/31/11	\$1,789.00	\$0.00	\$1,789.00	\$0.00
7/20/2011	06/01/11-06/30/11	\$803.00	\$34.60	\$803.00	\$34.60
08/22/2001	07/01/11-07/31/11	\$1,894.00	\$169.88	\$1,894.00	\$169.88
09/29/2011	08/01/11-08/31/11	\$10,965.00	\$211.22	\$10,965.00	\$211.22
10/24/2011	09/01/11-09/30/11	\$2,014.00	\$76.19	\$2,014.00	\$76.19
11/11/2011	10/01/11-10/31/11	\$1,692.00	\$47.27	\$1,692.00	\$47.27
12/21/2011	11/01/11-11/30/11	\$2,068.00	\$101.73	\$2,068.00	\$101.73
01/30/2012	12/01/11-12/31/11	\$705.00	\$34.96	\$705.00	\$34.96
03/07/2012	01/01/12-01/31/12	\$6,276.50	\$0.00	\$5,021.20	\$0.00
03/15/2012	02/01/12-02/29/12	\$9,475.00	\$279.00	\$7,580.00	\$279.00
05/07/2012	03/01/11-03/31/11	\$985.00	\$104.09	Pending	Pending

NR PROFESSIONALS

Name of Professional Individual	Position of the Applicant, Year of Obtaining License to Practice	Hourly Billing Rate	Hours Billed ⁶	Compensation
Orestes Pasparakis	Partner, Year of Call to the Ontario Bar – 1995	\$830.00	1.80	\$1,494.00
Penny Adams	Law Clerk, n/a	\$220.00	2.00	\$440.00

Total Fees:

\$1,934.00

Total Hours:

3.80

Blended Rate:

\$508.95

⁶ Some professional time that was spent during the Interim Period may be reflected in a subsequent application and some professional time that was spent during the previous Interim Period may be reflected in this Application.

TASK CODE SUMMARY

	Project Category	Billed Hours	Fees Requested
0001	Chapter 11 Proceedings, General Matters	3.40	\$1,934.00
Total	=	3.40	\$1,934.00

EXPENSE SUMMARY

NIL

WHEREFORE, NR respectfully requests that (a) an allowance be made to it, as fully described above for (i) 80% of the amount of \$1,934.00 for reasonable and necessary rofessional services that NR has rendered to the Debtors during the Fee Period (\$1,547.20); and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by NR during the Fee Period (\$0.00); (b) both fees and expenses are payable as administrative expenses of the Debtors' estates; and (c) this Court grant such further relief as is equitable and just.

Dated: May 31, 2012

NORTON ROSE CANADA LLP

Teresa J. Walsh/LSUC#: 385140 Suite 3800, 200 Bay Street Royal Bank Plaza, South Tower

Toronto, Ontario, Canada M5J 2Z4

Telephone: (416) 216-4080 Facsimile: (416) 216-3930

Special Counsel for the Debtors and Debtors in

Possession

<u>VERIFICATION</u>

PROVINCE OF ONTARIO:

CITY OF TORONTO

Teresa J. Walsh, after being duly sworn according to law, deposes and says:

I am a partner with the law firm of Norton Rose Canada LLP ("NR"). (a)

I am familiar with the legal services rendered by NR as special counsel to (b)

the Debtor and Debtors in Possession by the lawyers and paraprofessionals of NR.

I have reviewed the foregoing Application and the facts set forth therein (c)

are true and correct to the best of my knowledge, information and belief. Moreover, I submit

that I have been duly advised by our agent James O'Neill with the law firm of Pachulski, Stang,

Ziehl & Jones LLP that the Application substantially complies with Local Bankruptcy Rules for

the District of Delaware.

SWORN AND SUBSCRIBED before

me this 3 day of May, 2012.

A Commissioner for Taking

Affidavits

Maureen R.A. Edwards

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
W. R. GRACE & CO., et al., 1)	Case No. 01-1139 (JKF) Jointly Administered
Debtors.	,	Objection Date: June 25,2012
		Hearing Deadline: to be scheduled, if necessary

FEE DETAIL FOR NORTON ROSE CANADA LLP'S SIXTY-FOURTH MONTHLY
FEE APPLICATION FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL FOR
THE DEBTORS AND DEBTORS-IN-POSSESSION
FOR THE PERIOD FROM APRIL 1, 2012 THROUGH APRIL 30, 2012

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food' N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a. British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

INVOICE

Invoice Number:

1167630

Date:

May 15, 2012

Client:

W.R. GRACE & CO,

RE:

Chapter 11 Proceedings, General Matters

Matter No.:

01016442-0001

100035

NORTON ROSE

Barristers & Solicitors / Patent & Trade-mark Agents

Norton Rose Canada LLP

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On January 1, 2012, Macleod Dixon joined Norton Rose OR to create Norton Rose Canada.

GST: R111340006

W.R. GRACE & CO. 7500 Grace Drive Columbia, Maryland 21044 U.S.A.

Attention:

Richard C. Finke

Assistant General Counsel-Litigation

For professional services rendered and disbursements incurred for the period ending April 30, 2012.	
FEES	\$1,934.00
DISBURSEMENTS (Taxable)	0.00
DISBURSEMENTS (Non Taxable)	0.00
NET	\$1,934.00
GST	0.00
TOTAL FOR THIS INVOICE	\$1,934.00
TOTAL IN US FUNDS	\$1,934.00



W.R. GRACE & CO.

01016442-0001

RE: Chapter 11 Proceedings, General Matters

FEE DETAIL

Date	Timekeeper	Description	Hours	Amount
11/4/12	Penny Adams	Dealing with issues relating to outstanding invoices and payments from the client (1.0).	1.00	\$220.00
17/4/12	Penny Adams	Preparing 63rd Monthly Fee Application (1.00).	1.00	\$220.00
18/4/12	Orestes Pasparakis	Follow-up on Sealed Air inquiries.	0.40	\$332.00
27/4/12	Orestes Pasparakis	Follow-up regarding numerous issues.	1.40	\$1,162.00
		TOTAL FEES		\$1,934.00

INVOICE: 1167630